

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
W.R. Grace & Co., et al.,) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors.) Objection Deadline: Dec. 3, 2008 @ 4:00 p.m.
) Hearing Date: TBD only if necessary

**SUMMARY OF THE APPLICATION OF SULLIVAN HAZELTINE ALLINSON LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD
FROM JULY 1, 2008 THROUGH JULY 31, 2008**

Name of Applicant: Sullivan Hazeltine Allinson LLC

Authorized to Provide Professional Services to: Zonolite Attic Insulation Claimants

Date of Appointment: July 22, 2002¹

Period for which compensation and
Reimbursement is sought: July 1, 2008 through
July 31, 2008

Amount of Compensation sought as actual,
Reasonable, and necessary: \$ 3,254.00

Amount of Expenses Reimbursement: \$ 142.00

This is a: X monthly quarterly final application

Prior Application filed: Yes.

¹ William D. Sullivan presently serves as Delaware Counsel to the ZAI Claimants, through the firm of Sullivan Hazeltine Allinson LLC (formerly William D. Sullivan, LLC). Mr. Sullivan was designated as Delaware Counsel to the ZAI Claimants by Edward Westbrook, Lead Counsel to the ZAI Claimants, pursuant to the ZAI Claimants' Revised Special Counsel Designation and Litigation Budget for the ZAI Science Trial (D.I. 2508). The ZAI Claimants Revised Designation was approved by the Court by Order dated August 26, 2002 (D.I. 2617). Mr. Sullivan was previously employed by the firms of Elzufon Austin Reardon Tarlov and Mondell (through September 20, 2004) and Buchanan Ingersoll (September 20, 2004 through July 21, 2006). Those firms are no longer involved in the representation of the ZAI Claimants. As of July 22, 2006 Mr. Sullivan relocated to William D. Sullivan, LLC, which changed its name to Sullivan Hazeltine Allinson LLC effective January 1, 2008.

This is the twentieth application of Sullivan Hazeltine Allinson LLC, formerly William D. Sullivan, LLC, ("Sullivan") for monthly interim compensation of services filed with the Bankruptcy Court in this Chapter 11 case. The status of previous applications filed by Sullivan is set forth below:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Status of Fees	Status of Expenses
11/3/06	7/24/06-8/31/06	\$1,950.00	\$0.00	No objections served on counsel	No objections served on counsel
11/3/06	9/1/06-9/30/06	\$390.00	\$0.00	No objections served on counsel	No objections served on counsel
1/3/07	10/1/06-10/31/06	\$390.00	\$0.00	No objections served on counsel	No objections served on counsel
1/3/07	11/1/06-11/30/06	\$3,330.00	\$329.52	No objections served on counsel	No objections served on counsel
3/12/07	12/1/06-12/31/06	\$7,702.50	\$863.59	No objections served on counsel	No objections served on counsel
3/12/07	1/1/07-1/31/07	\$7,248.75	\$13.92	No objections served on counsel	No objections served on counsel
3/29/07	2/1/07-2/28/07	\$1,102.50	\$882.00	No objections served on counsel	No objections served on counsel
7/20/07	3/1/07-3/31/07	\$8,591.25	\$5,143.33	No objections served on counsel	No objections served on counsel
10/3/07	4/1/07-4/30/07	\$5,842.50	\$62.40	No objections served on counsel	No objections served on counsel
10/3/07	5/1/07-5/31/07	\$2,970.00	\$2,011.74	No objections served on counsel	No objections served on counsel
10/3/07	6/1/07-6/30/07	\$1,110.00	\$0.00	No objections served on counsel	No objections served on counsel
11/14/07	7/1/07-7/31/07	\$615.00	\$0.00	No objections served on counsel	No objections served on counsel
11/14/07	8/1/07-8/31/07	\$960.00	\$690.00	No objections served on counsel	No objections served on counsel
11/14/07	9/1/07-9/30/07	\$544.00	\$0.00	No objections served on counsel	No objections served on counsel
11/14/07	10/1/07-10/31/07	\$1,056.00	\$912.66	No objections served on counsel	No objections served on counsel
1/14/2008	11/1/07-11/30/07	\$1,882.00	\$80.55	No objections served on counsel	No objections served on counsel
1/14/2008	12/1/07-12/31/07	\$320.00	\$0.00	No objections served on counsel	No objections served on counsel
3/4/2008	1/1/08 - 1/31/08	\$640.00	\$50.28	No objections served on counsel	No objections served on counsel
4/2/2008	2/1/08 - 2/29/08	\$2,144.00	\$1,639.92	No objections served on counsel	No objections served on counsel
8/8/2008	3/1/08 - 3/31/08	\$6,872.00	\$18,882.04	No objections served on counsel	No objections served on counsel
11/13/2008	4/1/08 - 4/30/08	\$9,488.00	\$6,856.79	Pending	Pending
11/13/2008	5/1/08 - 5/31/08	\$4,768.00	\$0.00	Pending	Pending
11/13/2008	6/1/08 - 6/30/08	\$3,936.00	\$78.02	Pending	Pending

The total expended for the preparation of this application is approximately 1.5 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$450.00.

The Sullivan attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the applicant	Number of years as an attorney	Department	Hourly billing rate	Total billed hours	Total compensation
William D. Sullivan	Partner	17	Bankruptcy	\$320.00	11.8	\$3,254.00
Elihu E. Allinson, III	Associate	10	Bankruptcy	\$260.00	0	\$0.00
TOTALS					11.8	\$3,254.00

No paraprofessional rendered professional services in these cases during the Fee Period.

Compensation by Project Category

Category	Total Hours	Total Fees
11 - Fee Applications	0.0	\$0.00
20-Travel-Non-working	0.0	\$0.00
22 - ZAI Science Trial	11.8	\$3,254.00
TOTALS	11.8	\$3,254.00

Detail of Expenses

Description	Amount
Outside Copying and Service by Vendor	\$0.00
Courier Service	\$0.00
Copying - In-house (\$0.07 per page)	\$0.00
Postage	\$0.00
Federal Express	\$0.00
On-line Search Service (CM/ECF)	\$0.00
Filing Fees	\$0.00
CourtCall Telephonic Appearance	\$142.00
Total	\$142.00

Dated: November 13, 2008
Wilmington, Delaware

SULLIVAN · HAZENTINE · ALLINSON LLC



William D. Sullivan (No. 2820)
4 East 8th Street, Suite 400
Wilmington, DE 19801
Telephone: (302) 428-8191
Facsimile: (302) 428-8195

Delaware Counsel for the ZAI Claimants

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FOR THE DISTRICT OF DELAWARE**

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**FEE DETAIL FOR THE APPLICATION OF SULLIVAN HAZELTINE ALLINSON LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD FROM
JULY 1, 2008 THROUGH JULY 31, 2008**

SULLIVAN HAZELTINE ALLINSON LLC**Attorneys and Counselors at Law****4 East 8th Street, Suite 400****Wilmington, DE 19801****Tax ID # 20-5238500****Tel: (302) 428-8191****Fax:(302) 428-8195**

ZAI Claimants
 c/o William Sparks
 W.R. Grace & Co.
 7500 Grace Dr.
 Columbia MD 21044

August 20, 2008
 Invoice # 10666

**In Reference To: W.R. Grace
 C.A. 01-01139 (JKF)**

Professional Services

		<u>Hours</u>	<u>Amount</u>
7/2/2008	WDS Telephone conversation with Ed Westbrook re: statute of repose, statute of limitation decisions	0.30	96.00
	WDS Review docket; prepare notice of rescheduled hearing on Class Claim motion	0.50	160.00
	WDS Correspondence with co-counsel re: filing and service issues	0.30	96.00
7/3/2008	WDS Review prior service of hearing notice on class claim and confirm no further service required	0.30	96.00
7/7/2008	WDS Review docket re: responses to interest issues	0.20	64.00
	WDS Review protocol responses and forward documents to co-counsel	0.30	96.00
7/14/2008	WDS Review Debtor's pleading re: cross border protocol	0.20	64.00
7/15/2008	WDS Telephone conversation with counsel for Canadian Claimants re: status of settlement	0.10	32.00
7/16/2008	WDS Telephone conversation with Ed Westbrook re: hearing preparation; follow-up e-mail	0.30	96.00
7/17/2008	WDS Correspondence with D. Scott re: 2019 issues	0.20	64.00
7/18/2008	EEA E-mail and discuss arrangements for hearing coverage with Ed Westbrook	0.25	65.00
	EEA E-mail and discuss arrangements for hearing coverage with W. Sullivan and W. Hazeltine	0.25	65.00
	WDS Correspondence with E. Westbrook re: hearing preparation	0.20	64.00

ZAI Claimants

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			Hours	Amount
7/21/2008	EEA	Attend omnibus hearing with Ed Westbrook and Darrell Scott	4.50	1,170.00
7/22/2008	EEA	Attend hearing on class claim with Ed Westbrook, Darrell Scott and Elizabeth Cabraser	3.50	910.00
7/25/2008	EEA	Review pleadings, including statement of bar date order	0.10	26.00
	EEA	E-mail Bar Date service declaration to Ed Westbrook	0.10	26.00
7/28/2008	WDS	Review Debtor's Notice of ZAI Bar Date Order	0.20	64.00
For professional services rendered			11.80	\$3,254.00
Additional Charges :				
7/8/2008		CourtCall appearance		142.00
Total additional charges				\$142.00
Total amount of this bill				\$3,396.00

Timekeeper Summary

Name	Hours	Rate	Amount
William D Sullivan	3.10	320.00	\$992.00
Zeke Allinson	8.70	260.00	\$2,262.00

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Debtors.)	Objection Deadline: Dec. 3, 2008 @ 4:00 p.m.
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**VERIFICATION OF THE APPLICATION OF SULLIVAN HAZELTINE ALLINSON LLC
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS ZAI LOCAL COUNSEL FOR THE INTERIM PERIOD
FROM JULY 1, 2008 THROUGH JULY 31, 2008**

I, William D. Sullivan, do hereby verify the following with respect to the Application Of Sullivan Hazeltine Allinson LLC ("Sullivan") For Compensation For Services And Reimbursement Of Expenses As ZAI Local Counsel For The Interim Period From July 1, 2008 Through July 31, 2008:

1. I am an attorney with the applicant law firm, Sullivan Hazeltine Allinson LLC, admitted to appear before this Court.
2. I personally performed many of the legal services for which Sullivan is seeking interim compensation and am thoroughly familiar with the other work performed on behalf of the ZAI Claimants by the other Sullivan attorneys for whose work compensation is being sought.
3. I have reviewed the foregoing application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I am familiar with Del.Bankr.L.R. 2016-2 and have reviewed the Court's *Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members*, signed April 17,

2002, and believe that the foregoing application substantially complies with Rule 2016-2 and the Order.

Dated: November 12, 2008
Wilmington, Delaware

SULLIVAN · HAZELTINE · ALLINSON LLC



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Elihu E. Allinson, III (No. 3476)
4 East 8th Street, Suite 400
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Delaware Counsel for the ZAI Claimants